

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK
JEWELRY 47, INC.,

07 CIV 8272 (PAC)

Plaintiffs,

AFFIRMATION OF
GIL WEISS

-against-

LARRY BIEGLER, DIONE TILLMAN AND
ELOHIM FINANCIAL, INC.,

Defendants.

GIL WEISS duly affirms the following under penalties of perjury and pursuant to 28 U.S.C.

1746

1. I currently reside 3652 Ingraham Street, San Diego, California 92109 but plan on moving within the same area within one month. New York is not an inconvenient forum. I often travel back to visit my family and occasionally on business. Furthermore in that my credibility and honesty have been attacked and I am only a plane ride away I can and will appear before your Honor anytime except for December 4, through December 13, 2007.
2. The Defendant Larry Biegler did sign the contract, in front of me, and then gave it to me. We shook hands on the deal and he further explained at that time that the postdating of his signature was to reflect when he became the owner of the emerald. After Mr. Biegler's outrageous claim that he did not sign the contract I wrote to Marco, via email on September 27, 2007. I stand by the statements made in that email which was attached as Exhibit D.

CHAIN OF CUSTODY WITH THE CONTRACT

Attached to my Declaration is a copy of the contract in question. The original contract with the three signatures, Jeff Downey, Larry Biegler and Gary Weiss was overnighted to Mr. Gordon on

September 28, 2007. I will now explain the events up to the point of my delivery of the original with Plaintiff's counsel,

I printed this contract from my computer in my home on May 26, 2007 and then emailed it to Jeff Downey.

The printed copy was taken by me, on May 30, 2007 and given to Larry Biegler, who signed this document and post-dated to July 1, 2007. I next mailed the contract to Jeff Downey for his signature on or about May 31, 2007. Jeff then called me to tell me he received it and Jeff then mailed it to my father, Gary Weiss. After my Dad received the contract he signed it and mailed it back to me. I received the contract sometime in the middle of June and kept it in my home, in a file until I had it delivered, via Federal Express to Mr. Gordon on September 28, 2007.

3. My father, Gary Weiss is in the jewelry business. He had been approached to sell the BAHIA EMERALD which included a promotional listing on EBAY. In furtherance of my father's instructions I contacted Larry Biegler, the owner of the emerald, to discuss arrangements to take photographs of the EMERALD.
4. On May 30, 2007 I first met Larry Biegler and his friend and agent, Marco Diaz-Infante when I flew from San Diego to San Jose arriving at 7:55 AM. Mr. Biegler and Marco met me at the airport in Mr. Biegler's red Hummer and we then drove to a 24 hour diner and had breakfast. Marco was driving while I was in the front seat and Larry sat in the back. During our drive I was reimbursed for my plane ticket by Mr. Biegler who paid me the sum of \$250.00 to me in cash.
5. After breakfast we drove to a warehouse to view the emerald. At the warehouse there

was only a safe, approximately eight feet high and five feet wide. The man who owned the warehouse facility then opened the safe wherein a hydraulic hand cart was used to take out a wooden crate. We then took off two sides of the crate, I inspected the emerald and took photographs. The meeting lasted about one hour and thirty minutes.

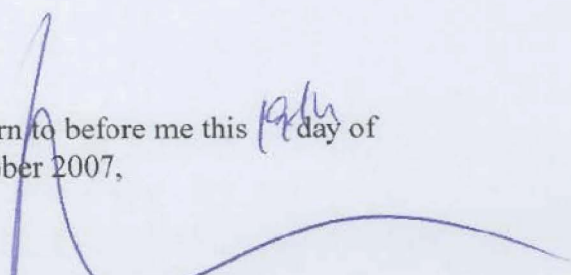
6. After our meeting in the warehouse, we drove around for a little while and then went to lunch. We were joined by a gentleman whose name I cannot recall but who was introduced to me as an associate of Mr. Biegler's in the mining company. Lunch lasted for two hours. The associate left early. During lunch I spoke at length with the associate to discover the complete history of the emerald. This information I utilized when I prepared the story of the BAHIA EMERALD which appears on the listing on E-Bay. In fact, I was the individual who named this 840 pound emerald the BAHIA EMERALD.
7. After the associate left, I then asked Mr. Biegler to sign the contract for the joint venture to sell the BAHIA EMERALD. It was at this time that Mr. Larry Biegler signed the contract, in front of me, and gave me the original back. Mr. Biegler had dated the contract for July 1, 2007 and his explanation to me was that was the day he officially became the sole owner of the emerald
8. After lunch Mr. Biegler drove me to the airport. My scheduled flight was to leave at 7:30 PM but I was able to get on an earlier flight to get home.
9. Thereafter I spoke with Mr. Biegler on the telephone on a few occasions. I mostly dealt with Marco on the telephone and via emails. I attach herewith true copies of the email correspondents between myself and Marco.

10. A meeting was scheduled with a potential buyer, Eli Sassoon in Beverly Hills for late June 2007. I called to confirm a day earlier and Marco advised me that the meeting was to be rescheduled. That was basically the last I heard regarding this potential buyer or others, until Elohim Financial expressed interest in purchasing the emerald in September.

11. I am available as my previous statements for this Court upon reasonable notice.


GIL WEISS

Sworn to before me this 19th day of
October 2007,




Notary Public

MILÈNE MANSOURI
Notary Public, State of New York
No. 02MA6030762
Qualified in Nassau County
Commission Expires 9-20-2009

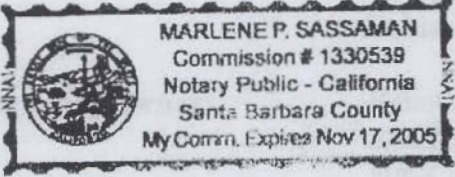
AFFIDAVIT

I, **Dimitri Paraskevopoulos**, holder of Brazilian Passport Number **#CM414411**, the affiant, being of lawful age, hereby solemnly swear and under oath and make this affidavit under full legal responsibility and under penalty of perjury as follows:

1. That affiant makes this affidavit knowing that the recipient hereof will rely on the content hereof and agrees to indemnify recipient against any and all claims resulting from any misrepresentation of material fact and;
2. That affiant operates a business known as Exacta Peritos/Judicial Appraiser of Minerals and Gems, located at Largo do Arouche, 96, Sao Paulo-Capital, Brazil;
3. That affiant appraised a gemological specimen, invoice No. 00.000.214, ICMS No. 429365, discovered on July 9, 2001, in the mine of Carnaiba, in Marota,, municipality of Pindobacu, state of Bahia. The original appraisal was performed on April 22, 2002 and documented as Certificado 192/02. This appraisal was reaffirmed on May 21, 2004 and documented as Certificado 110/04;
4. That affiant confirms that the appraised value is Three Hundred Seventy-Two Million United States Dollars (\$372,000,000.00USD), which is considered to be conservative;
5. That affiant performed the appraisal work for Mr. Elson Alves Ribeiro; the then current owner of the specimen;
6. That affiant is aware that Mr. Elson Alves Ribeiro sold the specimen to Gemworks Mining, Inc. on August 31, 2004;
7. That affiant confirms that Gemworks Mining, Inc. is duly authorized to use the appraisal (Certificado 192/02 and Certificado 110/04) as it deems necessary; and
8. That affiant further states that said gemological specimen is authentic, verifiable, and that no significant factors exist or have changed which have or could lead to its non-validation or any change in the referenced previous appraisals.

CW 

COPY CERTIFICATION BY DOCUMENT CUSTODIAN

State of California	
County of <u>Santa Barbara</u>	
I, <u>ERIC C. KITCHEN</u> <small>(NAME OF CUSTODIAN OF ORIGINAL DOCUMENT)</small>	hereby declare that the attached reproduction of <u>Assignment and Bill of Sale</u> <small>(DESCRIPTION OF ORIGINAL DOCUMENT)</small>
is a true, correct, and complete photocopy of a document in my possession or control.	
<u>Eric C. Kitchen</u> <small>(SIGNATURE OF CUSTODIAN OF ORIGINAL DOCUMENT)</small>	
<u>705 State #200</u> <small>(ADDRESS OF CUSTODIAN OF ORIGINAL DOCUMENT)</small> <u>S. R. C. H. 93101</u>	
	Subscribed and sworn to before me this <u>17th</u> day of <u>September</u> , 20 <u>04</u> .
(PLACE NOTARY SEAL ABOVE)	WITNESS my hand and official seal.
<u>Marlene P. Sassaman</u> <small>NOTARY'S SIGNATURE</small>	
OPTIONAL INFORMATION	
Capacity Claimed By Signer	Description Of Attached Document
<input type="checkbox"/> Individual <input type="checkbox"/> Corporate Officer <small>TITLE</small> <input type="checkbox"/> Partner(s) <input type="checkbox"/> Attorney-in-Fact <input type="checkbox"/> Trustee(s) <input type="checkbox"/> Guardian/Conservator <input checked="" type="checkbox"/> Other: <u>Attorney at</u>	<u>Assignment & Bill of Sale</u> <small>Title or Type of Document</small> <u>August 31, 2004</u> <small>Date of Document</small> <u>2</u> <small>Number of Pages</small>

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HISTORY OF ASSET

Asset Description: A solid block of black schist with enormous green crystals, classified as emeralds (the "Specimen").

The Specimen weighs Three-Hundred Forty-One Kilos (341 kg or 840 lbs) and has a carat weight totaling One Hundred Eighty Thousand (180,000).

The Specimen has an irregular square base measuring 760mm by 670mm. The height of the Specimen is also irregular varying from 500mm on one side to 850mm on the other.

Date of Origin: The Specimen was discovered on July 9, 2001, in the mine of Carnaiba, in Marota, municipality of Pindobaçu, State of Bahia, Brazil.

Original Owner: Renata Joias e Embalagens, Ltda.
Rua Senador Vergueiro
806-Centro
CEP 13-480-001
Limeira, Brazil

First Transfer: Elson Alves Ribeiro, a married Brazilian industrialist and bearer of Identity Card RG No. 9.808.755-2, issued by SSP/SP, enrolled with 480-001, in the city of Limeira, State of São Paulo, Brazil, acting as majority partner and managing director of Renata Joias e Embalagens, Ltda., executed an Assignment and Bill of Sale to Gemworks Mining, Inc., a Panama Corporation and bearer of the Identity No. FICHA 461068, on August 31, 2004.

Second Transfer: Gemworks Mining, Inc., a Panama Corporation and bearer of the Identity No. FICHA 461068, executed an Assignment and Bill of Sale to Gemworks Asset Management, Inc., a Nevada Corporation and bearer of the Identity No. 76-0789080, on April 14, 2005.

Current Location: The Security Center
147 Carondelet Street
New Orleans, LA 70130

Certificado

APPRAISAL 152/2005

I, the undersigned, of Exacta Peritos/Judicial Appraiser of Minerals and Gems, Largo do Arouche, 96, São Paulo-Capital was invited by the rock owner, Elson Alves Ribeiro, Brazilian, married, industrialist, bearer of Identity Card RG No. 9.808.755-2, issued by SSP/SP, enrolled with CPF/MF No. 705.666.238-20, residing and domiciled at Rua Senador Vergueiro, 806, ZIP code 13-480-001, in the city of Limeira, state of São Paulo, to examine and appraise a rock, invoice No. 000.00.214, ICMS No. 429365, discovered on July 9, 2001, in the mine of Carnaíba, in Marota, municipality of Pindobaçu, state of Bahia which was deposited for examination and evaluation on April 20, 2002 in the Banco do Brasil, Boulevard São João Agency, São Paulo-Capital, under the identity number 442-P. Upon exhaustive tests with lamps and special equipment, this rock revealed itself to be a solid block of black schist with enormous green crystals, which I classified as emeralds. The weight, dimensions and characteristics of the block and crystals are as follows:

- The specimen weighs three hundred forty one kilos (341 kg or 840 lbs) and has a carat weight totaling One Hundred Eighty Thousand (180,000), which is considered to be conservative by approximately twenty percent (20%).
- The schist has an irregular square base measuring 760 mm by 670 mm. The height of the block is also irregular varying from 500 mm on one side to 850 mm on the other.
- The most astounding feature of this piece is the upper part, which is slightly concave, and on this section there are 9 crystals encrusted. The crystals are of different lengths: 220, 140, 130, 110 mm down to 37 mm and the widths of the crystals vary from 65 to 20 mm.
- The crystals are irregularly positioned in the schist and some of them overlap. About $\frac{3}{4}$ of the length of the crystals are exposed; however, with patience, the schist around the crystals could be chipped and they would be more exposed which would significantly add to the block's uniqueness.
- The parts of the crystals that jut out are, in some places, covered with schist, but this does not prevent the crystallization and color typical of emeralds to be seen and admired.

This is a rare specimen, the likes of which I have never seen. I estimate the current market value of the stone in this appraisal is US\$ 372 million (three-hundred and seventy-two million dollars). Of course, the final worth will be settled between the buyer and the seller.

Gemworks Mining, Inc. is duly authorized to use this appraisal (and previous appraisal Certificado 192/02 and Certificado 110/04), as it deems necessary.

This appraisal is only valid if accompanied by identifying color photograph and appraiser's stamp and seal laminated to the front and back of the certificate.

São Paulo, November 01, 2005.


3.º TABELÃO DE NOTAS
AV. SÃO LUIS, 192 - L14 - CEP 01046-911
SÃO PAULO / SP - TEL. FAX (11) 5120-8500
BFL. MATTEUS BRANDÃO MACHADO
TABELÃO
AA062137

Rec. Semelhança S/V. Econ. 0001 firma(s) de
DIMITRI PARASKEVOPULOS
em test () da verdade
LUIZ FERNANDO NOBRE - ESCRIVENTE
São Paulo, 01 de Novembro de 2005.
CARIMBO: 1115967 Guia: 209 Valor: R\$2.50
SELO 153400AA
Cart. 1084 Cod. Segurança: 17330/140



Dimitri Paraskevopoulos
Expert Appraiser - Gemólogo
RG 3.600.656 - CPF 055.745.608-87
T.Dcl. 01.030 - CCm 8506238-3

EXACTA Peritos / Avaliador Judicial: Gemas e Minerais
Largo do Arouche, 96 - Conjunto 01 - CEP 01219-010



COPIA

- > America, I have visited the emerald mines in Columbia, the Desert of Atacama in Chile, Argentina, amethyst mines in Uruguay, Peru, Venezuela and Brazil. In the European Continent, I have participated in trade shows and events in England, France, Spain, Holland, Germany, Brussels, Switzerland, Italy and Athens. Museums which I have visited include the Smithsonian in Washington, The British Museum, The Royal Gemological Museum, and others in England.
- > I had the opportunity to visit the collection which belonged to Reza Parlevi in Iran and was a supplier to the shah of several gems and other pieces of inestimable value.
- > Consultant to private groups and Brazilian firms.
- > Presently, I act as a technical expert in gemstones in the courts of São Paulo and Brazil.

Owing to the experience I have accumulated over the years, I have set up an office for the testing and evaluation of gems and jewels at *Largo do Arouche, 96, sala 01, São Paulo, SP, (zip code) 01219-010, Brazil*. My telephone number is (55-11) 221 7512 and 3334-0962.

2.º CARTÓRIO

Dimitri Paraskevopoulos
Expert Appraiser - Gemólogo
RG 3.600.656 - CPF 035.745.608-87
T.Del. 01/030 - CCm 8506238-3

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Folha de Notas - Manuel Olegário da Costa
Rua Hugo Petras, 63/73 - Vila Guaraná - São Paulo - SP
Cel: 011-220-0100 - Fone: (011) 220-0144 - Fax: (011) 221-0700

RECONHECIDO POR SERECHANÇA 0001 FIRMA(S) DE:
DIMITRI PARASKEVOPOULOS
São Paulo, 19/04/2002.

PAGO R\$ 1.000,00 EM TEST. VERDADE

JERSEY OLEGÁRIO DA COSTA - CONSTITUÍDO
VÁLIDO SOMENTE COM SELLO DE AUTENTICIDADE 397916

22-EN-SP
União dos Registradores
de São Paulo

1916AA128691

OBS. DO 2.º CARTÓRIO DE NOTAS
RECONHECIMENTO FEITO NOS TERMOS DO
PROVIMENTO Nº 29/80 DA CORREGEDORIA
GERAL DA JUSTIÇA DO ESTADO DE SÃO PAULO.
ESTE DOCUMENTO PARA PRODUIR EFEITO NO
BRASIL E PARA VALEER CONTRA TERCEIROS,
DEVERÁ SER VERTIDO EM VERNÁCULO E
REGISTRADO A TRADUÇÃO

EXACTA Protocol / Auditoria Judicial e Comercial - São Paulo